



THE UNITED STATES
CORPORATION
COMPANY

PO0000075083

ACCOUNT NO. : 072100000032

REFERENCE : 790653 4303929

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 78.75

ORDER DATE : August 8, 2000

ORDER TIME : 10:54 AM

ORDER NO. : 790653-005

CUSTOMER NO: 4303929

500003349345--8

CUSTOMER: Ms. Stephanie C. Johnson
Greenberg Traurig, P.a.

1221 Brickell Avenue

Miami, FL 33131-3238

DOMESTIC FILING

NAME: LOWELL AT FLORIDA CLUB, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

ga 8/8/00

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DIVISION OF CORPORATIONS
00 AUG -8 PM 1:46

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00 AUG -8 PM 12:10
DIVISION OF CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

LOWELL AT FLORIDA CLUB, INC.

ARTICLE I

The name of the corporation is LOWELL AT FLORIDA CLUB, INC.,
(hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 80 S.W. 8th Street, Suite 1870, Miami, Florida 33130.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Dade, State of Florida 32301 and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until a successor is duly elected and qualified is:

S. Lawrence Kahn, III

80 S.W. 8th Street
Suite 1870
Miami, Florida 33130

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ARTICLE VII

The name of the Incorporator is Greg Francuz and the address of the Incorporator is 80 S.W. 8th Street, Suite 1870, Miami, Florida 33130.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 7 day of August, 2000.

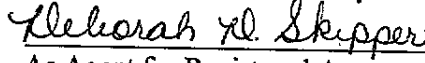


Greg Francuz, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of LOWELL AT FLORIDA CLUB, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Corporation Service Company



As Agent for Registered Agent

Dated: August 8, 2000